

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

| | | |
|---|---|--------------------------------------|
| In re: |) | Chapter 11 |
| |) | |
| W. R. GRACE & CO., et al., ¹ |) | Case No. 01-01139 (JKF) |
| |) | (Jointly Administered) |
| |) | |
| Debtors. |) | Objection Deadline: October 18, 2011 |
| |) | |

**SUMMARY APPLICATION OF BAER HIGGINS FRUCHTMAN LLC FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS
BANKRUPTCY COUNSEL TO W. R. GRACE & CO., ET AL., FOR THE MONTHLY
INTERIM PERIOD FROM AUGUST 1, 2011, THROUGH AUGUST 31, 2011**

| | |
|--|--|
| Name of Applicant: | <u>Baer Higgins Fruchtmann LLC</u> |
| Authorized to Provide Professional Services to: | <u>W. R. Grace & Co., et al., Debtors and Debtors-in-Possession</u> |
| Date of Retention: | <u>Retention Order entered February 4, 2011, effective as of January 1, 2011</u> |
| Period for which compensation and reimbursement is sought: | <u>August 1, 2011, to August 31, 2011</u> |
| Amount of Compensation sought as actual, reasonable and necessary: | <u>\$95,347.50</u> |
| Amount of Expense Reimbursement sought as actual, reasonable and necessary: | <u>\$812.62</u> |
| This is a <u>X</u> monthly ___ interim ___ final application. | |

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

The total time expended for the preparation of this application is approximately 10.0 hours, and the corresponding estimated compensation *that will be requested in a future application* is approximately \$5,000.00.

This is the monthly application of Baer Higgins Fruchtmann LLC (“BHF”) for interim compensation of services for the interim fee period August 1, 2011, through August 31, 2011.

The following applications have been filed previously in the Chapter 11 Cases:

| Date Filed | Period Covered | Requested Fees | Requested Expenses | Approved Fees | Approved Expenses |
|-------------------|-------------------|----------------|--------------------|------------------|-------------------|
| February 28, 2011 | Jan.1-31, 2011 | \$106,532.50 | \$7,884.34 | Interim approval | Interim approval |
| March 28, 2011 | Feb. 1-28, 2011 | \$141,095.00 | \$6,912.07 | Interim approval | Interim approval |
| April 29, 2011 | March 1-31, 2011 | \$94,245.00 | \$5,623.31 | Interim approval | Interim approval |
| May 31, 2011 | Jan. - Mar., 2011 | \$341,872.50 | \$20,419.72 | Interim approval | Interim approval |
| June 6, 2011 | April 1-30, 2011 | \$126,115.00 | \$6,719.75 | Interim approval | Interim approval |
| June 28, 2011 | May 1-31, 2011 | \$137,742.50 | \$649.13 | Interim approval | Interim approval |
| July 28, 2011 | June 1-30, 2011 | \$179,485.00 | \$7,869.26 | Interim approval | Interim approval |
| August 2, 2011 | Apr. – June 2011 | \$443,342.50 | \$15,238.14 | Pending | Pending |
| August 29, 2011 | July 1-31, 2011 | \$117,850.00 | \$5,127.01 | Interim approval | Interim approval |

The attorneys of BHF who rendered professional services in these cases during the Fee Period are as follows:

| Name of Professional Person | Position with the Applicant and Year Admitted | | Area of Expertise | Hourly Billing Rate | Total Billed Hours | Total Compensation |
|-----------------------------|---|------|-------------------|---------------------|--------------------|--------------------|
| Janet S. Baer | Member | 1982 | Restructuring | \$625.00 | 64.70 | \$40,437.50 |
| Roger J. Higgins | Member | 1999 | Restructuring | \$475.00 | 115.60 | \$54,910.00 |
| Totals for Attorneys | | | | | 180.30 | \$95,347.50 |

There are no paraprofessionals of BHF who rendered professional services in these cases during the Fee Period that have charged fees to the Debtors.

Grand Total for Fees: \$95,347.50

Grand Total for Expenses: \$812.62

COMPENSATION BY MATTER SUMMARY

| Matter Number | Matter Description | Total Billed Hours | Total Fees Requested |
|---------------------------|--|---------------------------|-----------------------------|
| 3 | Business Operations | 104.70 | \$54,157.50 |
| 4 | Case Administration | 1.80 | \$1,125.00 |
| 6 | Claim Analysis Objection & Resolution (Non-asbestos) | 38.30 | \$19,647.50 |
| 11 | Fee Applications, Applicant | 11.30 | \$5,832.50 |
| 14 | Hearings | 1.60 | \$790.00 |
| 15 | Litigation and Litigation Consulting | 15.50 | \$9,432.50 |
| 16 | Plan and Disclosure Statement | 7.10 | \$4,362.50 |
| Totals for Matters | | 180.30 | \$95,347.50 |

EXPENSE SUMMARY

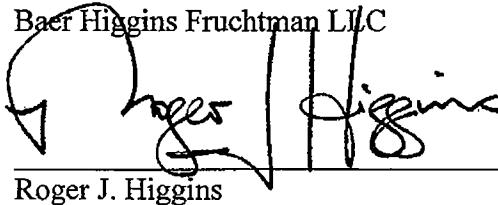
| Service Description | Amount |
|---|------------------|
| Long Distance/Conference Telephone Charges/Internet | \$362.38 |
| Online research | \$450.24 |
| Total: | \$ 812.62 |

WHEREFORE, BHF respectfully requests (a) that an allowance be made to it, as fully described above for: (i) 80% of the amount of \$95,347.50 for reasonable and necessary professional services BHF has rendered to the Debtors during the Fee Period (\$76,278.00); and (ii) 100% of the reimbursement of actual and necessary costs and expenses incurred by BHF during the Fee Period (\$812.62); (b) that both fees and expenses are payable as administrative expenses of the Debtors' estates; and (c) that this Court grant such further relief as is equitable and just.

Dated: September 28, 2011

Respectfully submitted,

Baer Higgins Fruchtmann LLC

A handwritten signature in black ink, appearing to read "Roger J. Higgins", is written over a horizontal line. The signature is stylized with a large initial "R" and "H".

Roger J. Higgins

Baer Higgins Fruchtmann LLC
111 East Wacker Drive
Suite 2800
Chicago, IL 60601
(312) 836-4022